

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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JACQUELINE BRITT,

Plaintiff,

- against -

MERRILL LYNCH & CO., INC., MERRILL  
LYNCH, PIERCE, FENNER & SMITH INC. and  
RICHARD JOYCE,

Defendants.

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08 Civ. 5356 (GBD) (JLC)

**DECLARATION OF  
LIA N. BROOKS IN SUPPORT OF  
DEFENDANT RICHARD JOYCE'S  
MOTION FOR SUMMARY  
JUDGMENT**

LIA N. BROOKS, pursuant to 28 U.S.C. § 1746, hereby declares under penalty of perjury:

1. I am an associate at Frankfurt Kurnit Klein & Selz, P.C. and an attorney admitted to practice before this Court. I respectfully submit this affidavit in support of Richard Joyce's motion for summary judgment.

2. Attached hereto as Exhibit A is a true and correct copy of the First Amended Complaint filed in this action dated September 24, 2008.

3. Attached hereto as Exhibit B are true and correct copies of excerpts from the transcript of the deposition of Jacqueline Britt taken on June 8, 2009 and June 9, 2009.

4. Attached hereto as Exhibit C are true and correct copies of excerpts from the transcript of the deposition of Michael Stewart taken November 2, 2009.

5. Attached hereto as Exhibit D are true and correct copies of excerpts from the transcript of the deposition of Michael Breheney taken November 3, 2009.

6. Attached hereto as Exhibit E is a true and correct copy of the Jacqueline Britt 2006 Performance Review.

7. Attached hereto as Exhibit F is a true and correct copy of the Jacqueline Britt 2006 Cross Evaluation.

8. Attached hereto as Exhibit G is a true and correct copy of the Sales Traders 2006 Ranking.

9. Attached hereto as Exhibit H is a true and correct copy of the Jacqueline Britt 2007 Performance Review.

10. Attached hereto as Exhibit I is a true and correct copy of the Jacqueline Britt 2007 Cross Evaluation.

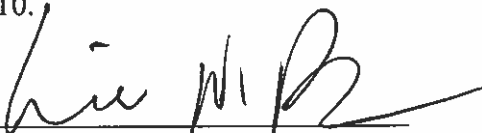
11. Attached hereto as Exhibit J is a true and correct copy of the Sales Traders 2007 Mid-Year Ranking.

12. Attached hereto as Exhibit K is a true and correct copy of Merrill Lynch, Pierce, Fenner & Smith Incorporated's offer letter to Jacqueline Britt dated June 2, 2004.

13. Attached hereto as Exhibit L are true and correct copies of excerpts of the deposition of Nancy van der Ziel, taken November 3, 2009.

I hereby declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 17th day of December, 2010.

  
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Lia N. Brooks